

1092
VIRGINIA:

BEFORE THE VIRGINIA GAS AND OIL BOARD

AMENDED SUPPLEMENTAL ORDER REGARDING: DOCKET NO. VGOB-04/05/18-1292

ELECTIONS, UNIT: V-535690

(hereinafter "Subject Drilling Unit")

REPORT OF BOARD

FINDINGS AND ORDER

1. This Amended Supplemental Order is entered by the Board sua sponte in the form authorized by the Board at its hearing held at 9:00 a.m. on October 20, 1992, Board of Supervisors Room, Courthouse, Grundy, Virginia, and pursuant to authority granted to the Board's Chairman at the hearing of the Virginia Gas and Oil Board on June 16, 1992, at 9:00 a.m. at the Rhododendron Restaurant at the Breaks Interstate Park, Breaks, Virginia; and this Supplemental Order is being recorded for the purpose of (1) complying with the requirement of the Virginia Gas and Oil Board Regulations, 4 VAC 25-160.70C by supplementing the Order previously issued by the Board for subject Docket on January 13, 2005, and recorded in Book 610, Page 749 at the Office of the Clerk of Circuit Court, Buchanan County, Virginia on January 21, 2005, (herein "Board Order") to complete the record regarding elections. The Board Order pooled all interest in Subject Drilling Unit including those of the Respondents more particularly set forth and identified by the Designated Operator in the amended affidavits attached hereto and made a part hereof. The Board finds it has jurisdiction over the subject matter pursuant to the provisions of the Virginia Gas and Oil Act, § 45.1-361.1 et seq., Virginia Code, 1950 as amended.

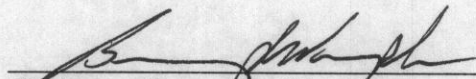
2. Findings: The Board finds that:

- (a) The Board Order directed Equitable Production Company, (herein the Designated Operator"), to mail copies of the Board Order to all respondents whose interest, if any, were pooled by said Board Order;
- (b) The designated operator filed its affidavit of mailing dated February 1, 2005, disclosing that it had mailed a correct copy of the Board's Order to all Respondents whose interest, if any, were pooled by said Board Order;
- (c) The Board Order required each Respondent whose interest, if any, were pooled by the terms of said Board Order to make his or her election within thirty (30) days after the date of mailing or recording, as applicable, of said Order; the Designated Operator has filed its amended affidavit dated August 28, 2006, in accordance with § 7.C of the Virginia Gas and Oil Board Regulations and 4 VAC 25-160.70C (herein "Affidavit of Election"), wherein it has, for each Respondent whose interest, if any, were pooled by said Board Order, stated: (i)

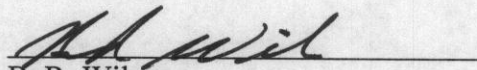
whether each Respondent has made or failed to make a timely election; (ii) the nature of the election made, if any; (iii) whether, by reason of a failure to elect or to timely elect one or more Respondents are deemed, under the terms of the Board's Order, to have leased all their rights, title, interest, estates and claims in Subject Drilling Unit to the Designated Operator;

- (d) The Board Order further required the Designated Operator, after expiration of the election period, to file with the Board a statement of the interests subject to escrow under the terms and provisions of the Board Order, in light of the elections made or deemed to have been made (herein "Statement of Interests"); that the Designated Operator furnished said Statement of Interests as part of its Amended Affidavit of Election. A copy of which is attached hereto as Exhibit B;
 - (e) Current Board standards requiring the escrow of funds and the Board's agreement with its Escrow Agent, Wachovia Bank, Corporate Trust, PA 1328, 123 South Broad Street, Philadelphia, PA 19109-1199, (888) 396-0853, Attn: Rachel Rafferty, or any successor named by the Board, require the entry of a Supplemental Order establishing of record the elections made or deemed to have been made and specifying the sums or percentage thereof subject to escrow. Current Board escrow standards were made applicable to Subject Drilling Unit by a Board Order dated December 23, 1992.
- 3. Order: By this Order, the Board orders the Designated Operator to tender, consistent with and in accordance with the findings set forth at paragraph 2 above and the annexed Affidavits, any funds subject to escrow and instructs the Escrow Agent, Wachovia Bank, Corporate Trust, PA 1328, 123 South Broad Street, Philadelphia, PA 19109-1199, (888) 396-0853, Attn: Rachel Rafferty, or any successor named by the Board to establish interest-bearing escrow account(s), IRS Tax Identification Number 54-1629506, in accordance with the information set forth in said amended affidavits to receive such funds and account to the Board therefore.
 - 4. Mailing of Order and Filing of Affidavit: The Designated Operator under the captioned Order or its Attorney shall file an affidavit with the Secretary of the Board within ten (10) days after the date of receipt of this Order stating that a true and correct copy of this Order was mailed to each person whose interest or claim is subject to escrow and whose address is known.
 - 5. Conclusion: Therefore, the findings and all terms and provisions set forth above be and hereby are granted and IT IS SO ORDERED.
 - 6. Effective Date: This Order shall be effective on the date of its execution.

DONE AND EXECUTED this 15th day of November, 2006 by a majority of the Virginia Gas and Oil Board.

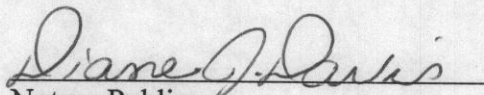

Chairman, Benny R. Wampler

DONE AND PERFORMED THIS 15th day of November, 2006 by Order of this Board.


B. R. Wilson
Principal Executive to the Staff
Virginia Gas and Oil Board

STATE OF VIRGINIA)
COUNTY OF Washington

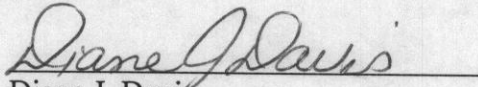
Acknowledged on this 15th day of November, 2006, personally before me a notary public in and for the Commonwealth of Virginia, appeared Benny R. Wampler, being duly sworn did depose and say that he is Chairman of the Virginia Gas and Oil Board, that he executed the same and was authorized to do so.


Notary Public

My commission expires: 9-30-09.

STATE OF VIRGINIA)
COUNTY OF Washington

Acknowledged on this 15th day of November, 2006, personally before me a notary public in and for the Commonwealth of Virginia, appeared B. R. Wilson, being duly sworn did depose and say that he is Principal Executive to the Staff Virginia Gas and Oil Board, that he executed the same and was authorized to do so.


Diane J. Davis
Notary Public

My commission expires: 9-30-09.

VIRGINIA:

BEFORE THE VIRGINIA GAS AND OIL BOARD

IN RE: Application of Equitable Production Company, for Forced Pooling of Interests in Unit Number V-535690 VGOB Docket No. VGOB-04/05/18-1292 in the Hurricane Magisterial District of Buchanan County, Virginia.

AMENDED AFFIDAVIT OF WILHOIT & KAISER, Attorneys-at-Law, Agents for the Designated Operator REGARDING ELECTIONS, ESCROW ACCOUNTS AND SUPPLEMENTAL ORDER

James E. Kaiser (herein Affiant), being first duly sworn on oath, deposes and says:

1. That the Affiant is an attorney in the law firm of WILHOIT & KAISER, the Agent for the Designated Operator, with offices located at 220 Broad Street, Kingsport, Tennessee 37660, and is authorized to give this Amended Affidavit in its behalf;
2. That the Order entered on January 13, 2005, by the Virginia Gas and Oil Board regarding the captioned Conventional Unit required the Applicant to mail a true and correct copy of said Order to each person pooled by said Order;
3. That within seven (7) days of the receipt of an executed copy of the Order referred to at Paragraph 2. above, the Affiant was directed to cause a true and correct copy of said Order to be mailed via the United States Postal Service to each Respondent named in the captioned Application, whose address was known, and to all persons, if any, who are added as Respondents at the hearing held in the captioned matter;
4. That the Order of the Virginia Gas and Oil Board in the captioned matter required all persons pooled thereby to tender their written elections to the Unit Operator within thirty (30) days of the date said Order was recorded in the county above named; that said Order was recorded on January 21, 2005.
5. That the Designated Operator, by and through their agent, Wilhoit & Kaiser, Attorneys-at-Law, have established procedures to review all mail received and all written documents received by means other than by mail to ascertain whether parties whose interest have been pooled have made a written election, in a timely fashion, as required by the captioned Order; that said procedures were followed to identify the elections, if any, made with regard to Subject Unit; that the following persons delivered, by mail or otherwise, written elections to the Unit Operator, within the thirty day election periods:

NONE

6. That the interest and/or claims of the following persons (who made timely elections, or who are deemed under the terms of the Board's Order to have leased, or who, subsequent to the pooling hearing held in the captioned matter, have leased or otherwise entered into an agreement with the Designated Operator) are subject to escrow under the Board's Order pooling the captioned Unit, as unknown or/unlocatable.

Dated at King Tennessee, this 30th day of August 2006.

NONE

7. That after the pooling hearing held in the captioned matter, the following persons have leased or entered into a voluntary agreement with the Designated Operator with regard to their interest and/or claims.

Affiant

<u>Tract</u>	<u>Lessor</u>	<u>Lease No.</u>
3	Joyce Breeding 9508 Lomond Drive Manassas, VA 20109	244790.14
3	Novelada E. Kahlau PO Box 2014 Marco Island, FL 34146	244790.09

Taken, subscribed and sworn to before me by James E. Kaiser, the Agent of Equitable Production Company, a corporation, on behalf of the corporation, this 30th day of August 2006.

My commission expires: 11-12-08

8. That the following persons have not made a timely election and have failed to enter into an agreement with the Designated Operator and their respective interests shall be deemed to have leased pursuant to and in accordance with paragraph 10 of the Order.

NONE

AMENDED EXHIBIT "B"
V-535690

VG0B 04/05/18-1292

<u>TRACT</u>	<u>LESSOR</u>	<u>LEASE STATUS</u>	<u>INTEREST WITHIN UNIT</u>	<u>GROSS ACREAGE IN UNIT</u>	<u>NET REVENUE INTEREST</u>	
	Benny H. Breeding and Charlotte Breeding, H/W 775 Peppers Ferry Road, NW Christiansburg, VA 24073	Leased-EPC 244432.02	1.946667%	2.1935	0.00243333	RI
	Scarlett Breeding Alt and John Alt, W/H 81 Bay Drive Annapolis, MD 21403	Leased-EPC 244432.54	1.946667%	2.1935	0.00243333	RI
	Joy Brown c/o Scarlett Breeding, Alt AIF 81 Bay Drive Annapolis, MD 21403	Leased-EPC 244432. 53	1.946667%	2.1935	0.00243333	RI
	Fannie J. Vandyke and J.R. Vandyke, W/H 7813 Old Tarlton Pike Circleville, OH 43113	Leased-EPC 244432.16	11.680000%	13.1613	0.01460000	RI
	<u>Louisa Breeding Keen Heirs</u> Joe Perkins, married Route 2, Box 381 Honaker, VA 24260	Leased-EPC 244432.38 Life Estate	0.000000%	0.0000	0.00000000	RI
	Jackie Perkins and Joyce Perkins, H/W Route 1, Box 128 Vansant, VA 24656	Leased-EPC 244432.37 Remainderman	0.476735%	0.5372	0.00059592	RI
	Jerry D. Perkins and Betty Perkins, H/W Route 1, Box 421 Vansant, VA 24656	Leased-EPC 244432.36 Remainderman	0.476735%	0.5372	0.00059592	RI
	Grayson R. Perkins and Shirley Perkins, H/W Route 1, Box 106 Vansant, VA 24656	Leased-EPC 244432.09 Remainderman	0.476735%	0.5372	0.00059592	RI
	Clayton K. Perkins and Ann Perkins, H/W Route 1, Box 104 Vansant, VA 24656	Leased-EPC 244432.13 Remainderman	0.476735%	0.5372	0.00059592	RI
	Audrey P. Harris and Kenneth Harris, W/H Route 1, Box 333 Cedar Bluff, VA 24609	Leased-EPC 244432.12 Remainderman	0.476735%	0.5372	0.00059592	RI
	Jo Ann Compton and Johnny Compton, W/H 431 Fairway Drive Abingdon, VA 24211	Leased-EPC 244432.35 Remainderman	0.476735%	0.5372	0.00059592	RI

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	Peggy E. Cox and Danny Cox, W/H 525 Wright Road Kernersville, NC 27284	Leased-EPC 244432.34 Remainderman	0.476735%	0.5372	0.00059592	RI
	Sharlene Presley, widow 9700 Brandywine Avenue Richmond, VA 23237	Leased-EPC 244432.03	3.337143%	3.7604	0.00417143	RI
	David Keen and Dorothy Keen, H/W PO Box 315 Davenport, VA 24239	Leased-EPC 244432.17	3.337143%	3.7604	0.00417143	RI
	Eunice Ray, widow PO Box 596 Grundy, VA 24614	Leased-EPC 244432.14	3.337143%	3.7604	0.00417143	RI
	Kenneth Keen and Yvonne Keen, H/W 1532 9th Street Cuyahoga Falls, OH 44221	Leased-EPC 244432.08	3.337143%	3.7604	0.00417143	RI
	<u>Oakley Lockhart Heirs</u> Betty J. Tyson and Ernest H. Tyson, W/H 57 Sawmill Road Columbia, VA 23038	Leased-EPC 244432.07	1.668571%	1.8802	0.00208571	RI
	Lorn Lee Lockhart 77 Glebe Lane Natural Bridge Station, VA 24450	Leased-EPC 244432.07	1.668571%	1.8802	0.00208571	RI
	Geneva Presley and Marshall Presley, W/H 1215 W. Collins Flatwoods, KY 41139	Leased-EPC 244432.11	3.337143%	3.7604	0.00417143	RI
	Ella Sabol, single Scott M. Looney, Agent 1218 Sawyer Avenue Akron, OH 44310	Leased-EPC 244432.1	3.337143%	3.7604	0.00417143	RI
	Marie Eck and Stanley Eck, W/H 506 Granite Avenue Richmond, VA 23226-2148	Leased-EPC 244432.04	3.337143%	3.7604	0.00417143	RI
	Arville Keen and Bernice Keen, H/W 17390 Wilson Street Dunfries, VA 22026	Leased-EPC 244432.06	3.337143%	3.7604	0.00417143	RI

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1	<u>Ella Ratliff Heirs</u>					
	Dallas Ratliff and Blanche Ratliff, H/W PO Box 11 Davenport, VA 24239	Leased-EPC 244432.18	1.460000%	1.6452	0.00182500	RI
	Ruth McFarlane, widow 4916 Lakemere Court Richmond, VA 23234	Leased-EPC 244432.22	1.460000%	1.6452	0.00182500	RI
	<u>Rissie Ottaway Heirs</u>					
	Clyde T. Ottaway 13002 Peppercorn Lane Midland, NC 28107	Leased-EPC 244432.50	0.486667%	0.5484	0.00060833	RI
	James E. Ottaway, Jr. 888 Beaver Pond Road Clarksville, VA 23927	Leased-EPC 244432.50	0.486667%	0.5484	0.00060833	RI
	Gregory A. Ottaway 459 Briarwood Road Venice, FL 34293	Leased-EPC 244432.50	0.486667%	0.5484	0.00060833	RI
	Blanche Rasnake, widow PO Box 19 Oakwood, VA 24631	Leased-EPC 244432.48	1.460000%	1.6452	0.00182500	RI
	Arlene Lambert and James Elmer Lambert, W/H PO Box 497 Rosedale, VA 24280	Leased-EPC 244432.27	1.460000%	1.6452	0.00182500	RI
	<u>Henry Ratliff Heirs</u>					
	Elsie Ratliff, widow Route 1, Box 227 Vansant, VA 24656	Leased-EPC 244432.26	1.460000%	1.6452	0.00182500	RI
	<u>Quinten Ratliff Heirs</u>					
	Sandra M. Shankin and Kenneth Shankin, W/H 1593 Wadhams Road St. Clair, MI 48079	Leased-EPC 244432.43	0.365000%	0.4113	0.00045625	RI
	Michael Ratliff, single 14386 E 9 Mile Road, Apt 203 Warren, MI 48089	Leased-EPC 244432.46	0.365000%	0.4113	0.00045625	RI
	Quenton R. Ratliff and Linda Ratliff, H/W 6636 Old Farm Road Roanoke, VA 24018	Leased-EPC 244432.23	0.365000%	0.4113	0.00045625	RI
	Robert Ratliff, single 6811 Back Creek Road Boones Mill, VA 24065	Leased-EPC 244432.28	0.365000%	0.4113	0.00045625	RI

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	<u>Paul Ratliff Heirs</u>					
	Bobbie Ratliff, widow Route 1, Box 366 Vansant, VA 24656	Leased-EPC 244432.21	0.486667%	0.5484	0.00060833	RI
	Vernon E. Ratliff and Nancy Karen Ratliff, H/W 2480 Township Road, 371 NW Bremen, OH 43107	Leased-EPC 244432.32	0.139048%	0.1567	0.00017381	RI
	Avis L. Ratliff and Janet L. Ratliff, H/W HC 4, Box 580 Council, VA 24260	Leased-EPC 244432.45	0.139048%	0.1567	0.00017381	RI
	Judy P. Ratliff Route 1, Box 366 Vansant, VA 24656	Leased-EPC 244432.47	0.139048%	0.1567	0.00017381	RI
	Lois Hubbard and Steve M. Hubbard, W/H PO Box 1498 Honaker, VA 24260	Leased-EPC 244432.33	0.139048%	0.1567	0.00017381	RI
	Gail Rasnake and David Rasnake, W/H Route 1, Box 366 Vansant, VA 24656	Leased-EPC 244432.03	0.139048%	0.1567	0.00017381	RI
	Martin E. Ratliff Route 1, Box 366 Vansant, VA 24656	Leased-EPC 244432.44	0.139048%	0.1567	0.00017381	RI
	Rocky Ratliff, single Route 1, Box 366 Vansant, VA 24656	Leased-EPC 244432.49	0.139048%	0.1567	0.00017381	RI
	<u>Harmon Breeding Heirs</u>					
	Harriet Owens and Harlis Owens, W/H PO Box 13 Davenport, VA 24239	Leased-EPC 244432.04	1.946667%	2.1935	0.00243333	RI
	Annette Compton and Buster Bill Compton, W/H 14311 Aden Road Nokesville, VA 20181	Leased-EPC 244432.42	1.946667%	2.1935	0.00243333	RI
	Ransome Breeding, married PO Box 14 Davenport, VA 24239	Leased-EPC 244432.39	1.946667%	2.1935	0.00243333	RI

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	Lena Keen, widow 121 Timber Oak Drive Bristol, VA 24201	Leased-EPC 244432.02	3.337143%	3.7604	0.00417143	RI
	James H. Keen and Carmie Keen, H/W 2000 Kathy Drive Fairborn, OH 45324	Leased-EPC 244432.01	3.337143%	3.7604	0.00417143	RI
	Willie Kyle Keen and Helen Peggy Keen, H/W 14128 Randall Drive Woodbridge, VA 22191	Leased-EPC 244432.05	3.337143%	3.7604	0.00417143	RI
	Edna Owens, widow PO Box 609 Vansant, VA 24656	Leased-EPC 244432.15	3.337143%	3.7604	0.00417143	RI
	<u>Genora Presley Heirs</u> Matawaska Presley and Clara Sutherland Presley, H/W Route 1, Box 190 Vansant, VA 24656	Leased-EPC 244432.41	1.946667%	2.1935	0.00243333	RI
	Juanita Presley Tiller and Theodore Tiller, W/H 50 East Ginghamburg Road Tipp City, OH 45371	Leased-EPC 244432.31	1.946666%	2.1935	0.00243333	RI
	Draper P. Street, single PO Box 81 Doran, VA 24612	Leased-EPC 244432.24	1.946666%	2.1935	0.00243333	RI
	Ilene P. Compton, widow HC 4, Box 928 Council, VA 24260	Leased-EPC 244432.25	1.946666%	2.1935	0.00243333	RI
	Howell Presley and Gola Presley, H/W Route 1, Box 201 Vansant, VA 24656	Leased-EPC 244432.19	1.946666%	2.1935	0.00243333	RI
	<u>Aeolus Presley Lockhart Heirs</u> Wienthal Lockhart and Linda B. Lockhart, H/W ✓ PO Box 175 Davenport, VA 24239	Leased-EPC 244432.52	0.389332%	0.4387	0.00048667	RI
	Hazel Boyd, single PO Box 102 Davenport, VA 24239	Leased-EPC 244432.51	0.389332%	0.4387	0.00048667	RI

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	Temple Gilbert and Garnell Gilbert, W/H Route 1, Box 192 Vansant, VA 24656	Leased-EPC 244432.29	0.389332%	0.4385	0.00048667	RI
	Reva Bedwell and Glen Bedwell, W/H PO Box 1061 Goochland, VA 23063	Leased-EPC 244432.56	0.389332%	0.4385	0.00048668	RI
	Marla Jackson and Billy J. Jackson, W/H 1730 Brunswick Drive Blacksburg, VA 24060-1988	Leased-EPC 244432.55	0.389332%	0.4385	0.00048667	RI
	Equitable Production Company				0.81760000	WI
Tract 1 Totals			93.440000%	105.2900	0.93440000	
2	Pine Mountain Oil & Gas P.O. Box 2136 Abingdon, VA 24212	Leased-EPC 241490, T-606	5.260000%	5.9300	0.00657500	RI
	Equitable Production Company				0.04602500	WI
Tract 2 Totals			5.260000%	5.9300	0.05260000	
3	Dennis Associates, Inc. PO Box 1960 Grundy, VA 24614-1960	Leased-EPC 244790.01	0.433333%	0.4900	0.00054167	RI
	<u>Julia Breeding Heirs</u>					
	Yvonne Ray and Carl Ray, W/H Route 1, Box 253 Vansant, VA 24656	Leased-EPC 244790.04	0.072222%	0.0817	0.00009028	RI
	Louise V. Allen, single 1613 Mars Hill Drive - D Dayton, OH 45449	Leased-EPC 244790.08	0.072222%	0.0817	0.00009028	RI
	Zane F. Breeding and Alleen Breeding, H/W 634 Mears Drive Miamisburg, OH 45342	Leased-EPC 244790.07	0.072222%	0.0817	0.00009028	RI
	Udell Breeding and Roxie A. Breeding, H/W 1327 Marsha Drive Miamisburg, OH 45342	Leased-EPC 244790.05	0.072222%	0.0817	0.00009028	RI

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TRACT	LESSOR	LEASE STATUS	INTEREST WITHIN UNIT	GROSS ACREAGE IN UNIT	NET REVENUE INTEREST	
	Arthur F. Breeding and and Kimberly Breeding, H/W 813 Wake Forest Road Dayton, OH 45431	Leased-EPC 244790.06	0.072222%	0.0817	0.00009028	RI
	Novelada E. Kahlau, single PO Box 2014 Marco Island, FL 34146	Leased-EPC 244790.09	0.072222%	0.0817	0.00009028	RI
	<u>Vince Breeding and Mae Breeding Heirs</u>					
	James D. Breeding Sr. and Myrtle Breeding, H/W 113-A Hume Avenue Alexandria, VA 22301	Leased-EPC 244790.10	0.192593%	0.2177	0.00024074	RI
	Ken Titus Breeding and Karen Breeding H/W 12455 Yeawood Drive Boston, VA 22713	Leased-EPC 244790.11	0.096295%	0.1088	0.00012037	RI
	Terri L. Clark and Stephen Clark, W/H 11308 Indian Head Highway Ft. Washington, MD 20744	Leased-EPC 244790.13	0.048149%	0.0544	0.00006018	RI
	Joyce Breeding, single 9508 Lomond Drive Manassas, VA 20109	Leased-EPC 244790.14	0.048149%	0.0544	0.00006018	RI
	Sandra Breeding, single 12803 Lee Lake Drive Spotsylvania, VA 22553	Leased-EPC 244790.03	0.048149%	0.0545	0.00006018	RI
	Equitable Production Company				0.01137500	WI
Tract 3 Totals			1.300000%	1.4700	0.01300000	
TOTAL GAS ESTATE			100.000000%	112.6900	1.00000000	

VIRGINIA: In the Clerk's Office of the Circuit Court of Buchanan County. The foregoing instrument was this day presented in the office aforesaid and is, together with the certificate of acknowledgment annexed, admitted to record this 17th day of November, 2018 at 1:40 P. M.
Deed Book No. 57 and Page No. 1
Returned to: Stm E
TESTE: James M. Bevens, Jr., Clerk
TESTE: Deputy Clerk